

**THE FURTHER EDUCATION CORPORATION OF MIDDLESBROUGH COLLEGE
CONFIRMED MINUTES OF THE GOVERNING BODY MEETING 10.07.2025**

PRESENT: R Davies (CG/Chair), J Castor (CG), M Gaze (CG), M Lamb (CG), Z Lewis (Principal/Chief Executive, P Lynn (CG), M McClintock (CG), A Pajura-Jaszczak (Staff Gov) via Teams, S Mirsalehi (CG), A Shaffi (CG), P Sharp (CG), D Still (Staff Gov), J Tait (CG), M Wells (CG), L Woods (CG).

OFFICERS: Z Foster (Head of Governance), S Marshall (VP), K Parkinson (VP) via Teams from 5.35pm, G Potts (VP), O Rodley (VP).

IN ATTENDANCE: G Dobson (CG as of 01.08.2025) and P Neal (CG as of 01.08.2025)

M Wilson – Ex. Director of Finance and C Whitehead (VP for Finance and Registry as of September 2025) until 5.40pm.

KEY: CG College Governor CO Co-opted Governor DP Deputy Principal
VP Vice Principal Clerk to the Corporation

1. Apologies for Absence

A Adamson (VP), R Anderson (CG), I Anwar (CG), A Bradford (Student Council VP), T Edgcombe (Student Governor), A Hassack (CG), D Lusardi (CG), O Manners (Student Governor), B Robinson (DP), I Wallace (CG),

Welcomes were given to newly appointed and upcoming new College Governors (A Shaffi, G Dobson and P Neal).

2. Declarations of Interest

M McClintock declared an interest in respect of any discussion relating to Middlesbrough Council (in his capacity as a councillor) noted as part of Item 5.2

3. Minutes

3.1 Appointments – P Lynn took Governors through the Appointment Recommendations with the following all **approved:**

- the change of status for Asma Shaffi from Co-opted Governor to College Governor as of 10 July 2025 on a four year term (with option for a further four year term)
- the appointment of Peter Neal as College Governor, joining the Audit and Risk Committee, as of 1 August 2025 on a four year term (with option for a further four year term)
- the appointment of Gillian Dobson as College Governor, joining the Audit and Risk Committee, as of 1 August 2025 on a four year term (with option for a further four year term)
- the appointment of Gracie Sutton as new Student Governor (Lead) as of 1 August 2025 on a one year term
- the appointment of Millie Lonsdale-Marr as new Student Governor as of 1 August 2025 on a one year term
- That Rachel Anderson become Chair of the Audit and Risk Committee with immediate effect
- That Ian Wallace become Vice Chair of the Audit and Risk Committee with immediate effect

New Chair Appointment:

- the formal appointment of Laura Woods as Chair of Governors on a two year term as of 1 August 2025 (until 31 July 2027) as a result of the uncontested nomination process which ended in April 2025
- The additional formal appointments to Committees associated with the Chair of Governors responsibilities for Laura Woods as of 1 August 2025 as detailed below:
 - Laura to become Chair of the Search and Governance Committee as of 1 August 2025 (with R Davies relinquishing his position on that Committee at the same time)
 - Laura to join the Remuneration Committee as of 1 August 2025 (with R Davies also relinquishing his position on that Committee at the same time)
 - That Laura replaces R Davies on any special committees (which meet only as required), these being: Selection of Senior Posts (with Laura as Chair), Settlement Committee (with Laura as Chair), and Special Committee (with Laura taking on the Vice Chair role for that Committee)

The Governing Body also noted the information relating to current College Governor vacancies.

Additional celebratory item acknowledging R Davies' ten year tenure as Chair of the Governing Body from 2015 to 2025 took place led by Z Lewis and P Lynn, concluding with Governors' appreciation of R Davies' pivotal role in shaping the direction of the College and Governing Body over this time and thanks for his continued involvement in the College going forward.

R Davies gave thanks to all and wished L Woods well as Chair for her incoming term of office.

3.2 Minutes of 24.03.2025 – were approved as a correct record.

3.3 Minutes of Strategic Planning session of 09.05.2025 were also approved as a correct record.

3.4 Confirmation of Written Resolutions

3.4.1 Remuneration Committee recommendations – 21 May 2025

3.4.2 Pay Award recommendation – 28 May 2025

3.4.3 Search and Governance recommendations – updated policies (Attendance Policy for Governors Conflicts of Interest Policy and Register of Interests Policy) – 12 June 2025

3.4.4 Purchase of Modular Buildings/College Seal Usage – 23 June 2025

3.4.5 Appointment of Internal Auditors (WBG Services LLP – 27 June 2025

3.4.6 Annual Policies and Procedures approvals (Disability Statement 2025-2026, Equal Pay Statement, Health, Safety and Welfare Policy, Positive Behaviour Management Policy and Subcontracting Procedures) - 4 July 2025

The resolutions were all formally confirmed.

4. Matters Arising – all matters had been resolved, with one to be completed during the Autumn Term by the Audit and Risk Committee.

5. Strategic Overview

5.1 Strategic Risks Report

Z Lewis detailed a challenging year which had resulted in a positive position. She highlighted the following:

- QiP – the SLT team was watching Exam Progress closely with the aim of greater consistency overall for students
- Whilst the Financial Plan was very strong, this did not give way to complacency particularly in light of Government uncertainty and the removal of independent borrowing by Colleges. Also detailed was the capital grant now being received by colleges (albeit this could change in the future) and increase in capital spend; and the £2M Outwood risk and signing of the contract today which should generate the funds in the College bank account
- Reassurance to Governors in light of the Burnley College scandal where achievement rates had been exaggerated. Z Lewis detailed the assurances sought and gained with College practice to give confidence that this was not occurring at this College
- Commitment to not widening the teacher pay gap with additional work being done on how this might be achieved going forward
- Construction Technical Colleges with an update that the College had put in a bid, alongside 3 other North East Colleges. Z Lewis confirmed that regardless of outcome, there would remain local collaboration on this
- Confirmation that groundworks order had been placed to ensure that the College was staying on track with accommodation needs
- Policy and international risk was highlighted

Governors discussed Eton progress (of which there was none, nor any Government update) and wider free school increased expectations on SEND provision.

5.2 Principal/Chief Executive's Report

Z Lewis gave an update in respect of the MBC TTE investment opportunity.

Governors discussed: any disruption to learning which might occur due to the works involved with the investment with the timeline detailed; the strong relationships built up with SLT and MBC; and consideration of the increased applications for September with acknowledgement that more students seemed willing to travel further to College.

5.3 Strategic Plan including Corporate KPI Update

O Rodley gave a summary of progress against the main KPIs including: strong performance across all learner groups for 16-19 learners; achievement improvements within Adults overall; apprenticeships which were above last year's predictions with the College being the number 1 GFE college for apprenticeships; improvements in recruitment to off time; and organizational resilience KPIs.

Areas of focus included: destinations especially for KS5 leavers, with more work to be done on sector destinations, and in relation to HE more work for B3 destinations; and increase in staff sickness (albeit this was still low for the sector).

Governor discussion and questions included: NEETs now and likely increases over the next 5 years and factors affecting the figures; HE leavers with confirmation that the region was a graduate exporter, alongside those who stay being in non-graduate jobs due to the current local labour market; and HE destinations more generally particularly in relation to work experience variations between FE and HE courses and recording of the work experience opportunities between 16-19 and HE and ways to improve both this and the range of employer experiences/guest speakers etc. for HE students.

5.4 Accountability Statement Update

Z Lewis gave an update on progress where the College was meeting all targets except for destinations, which was aspirational at 90% with the College currently at 87.1% for 16-19, which would be a key focus going forward.

6. Student Experience

6.1 HE Committee Recommendations

P Lynn and M McClintock gave a brief appraisal of the May meeting for Governors.

The updated Terms of Reference was then considered, with M McClintock detailing the main change which was to make clearer the relationship between the Academic Board and the Higher Education Committee.

The Governing Body then **approved** the revised Terms of Reference.

6.2 Curriculum and Standards Recommendations

P Lynn gave a brief overview of the recent meeting and detailed the minor changes to the Terms of Reference presented for approval.

The Governing Body **approved** the revised Terms of Reference.

6.3 QiP Update

O Rodley detailed update on progress against its key QIP actions including: that learner progress over time was progressing with learners in-line to achieve, although final confirmation could only be sought via the summer results (hence still amber); and the wider context in relation to Persistent Absenteeism (which was also amber) with monitoring by level showing greater issue at lower levels.

Governors discussed persistent absenteeism and the correlation with progress both for College students and within educational tiers nationally; the key considerations mapped against persistent absence (including gender, departments, mental health, learner levels) but confirmation that this didn't occur against safeguarding although retention was positive for safeguarding cases; any correlations with low level learners and absenteeism prior to joining College with acknowledgement that there was still progress for some of those learners but that tracking didn't take into account incoming data; the value and use of additional IAG to ensure low level learners were on the right course and the potential impact on attendance if this wasn't the case with confirmation that this varied depending on how students came into the College; and the specialized approach by the Inclusive Learning Department with IAG, attendance and retention;

Z Lewis highlighted a £40m research programme by EEF which would look at disadvantage mapping. She also detailed the increase of Free School Meals (FSM) for College students and the potential impact of the research on how this might influence policy e.g. being able to automatically populate such information going forward benefitting learners and colleges/schools.

There was a full discussion on FSM including: whether work experience employers were informed of FSM students and how students could be supported; and the changes to FSM auto enrol after 16.

Action for A Adamson (on return from leave) – to check if work experience employers are informed of FSM/mechanisms to support FSM students when on work experience.

Clarification was sought targets for absence which didn't marry up with an action by O Rodley to review.

Post meeting update – corrected targets for absence detailed below:

“Performance against target varies across provision levels. The College is currently meeting target for Level 3 programmes but not meeting target for Entry Level, Level 1 and Level 2.

- Entry Level: 61.29% vs. 50% target
- Level 1: 47.94% vs. 35% target p

- Level 2: 33.06% vs. 30% target
- Level 3: 20.64% vs. 25% target

N.B. This data is a summary of main programme persistent absence, and includes all study programme learners”

6.4 Quality of Education Update

O Rodley presented B Robinson’s report in his absence and drew particular attention to the recognition for the College of being selected as one of only 5 colleges as an Education Endowment Foundation (EEF) Evidence Partner – validating the College’s evidence informed teaching approach.

6.4.1 Taking Teaching Higher (TTH) Strategy

Z Lewis took the Governing Body through the new TTH strategy to support new staff, which, whilst similar to the last strategy, was streamlined and evidence informed.

It was confirmed that the off timetable support for new teachers was fully costed.

The Governing Body then **approved** the new Taking Teaching Higher Strategy.

6.5 PDBA Update

Z Lewis gave a brief overview of the report by A Adamson, which detailed the increased number of ways the College was supporting students. She highlighted: success in competition activities; slight improvements with attendance (acknowledging department variabilities), the impact of the new behaviour policy and continuation of the policy into 2025-2026 to further embed procedures and support the additional 350 students coming into College.

Z Lewis left at 6.30pm

6.6 Safeguarding Update

In the absence of A Adamson, the report was presented as read.

Governor questions and discussion included: the increase in violent incidents and possible triggers and reasons (with increase in numbers, community violence and off campus unrest being some of those discussed); increase in figures at every reporting period, noting that good systems often generated higher numbers of reporting and which ensured support for more learners, and how staff are managing the increase including more training and support for staff to understand and deal with the variety of situations presented, how the lower level issues are spread to better support the Safeguarding Team who can then respond the higher level issues (with overarching support/professional oversight from A Adamson, and increased mentoring and professional support more generally), but acknowledgement that there may be the need for further capacity if figures continue to rise; the impact of diverse local communities and how the College responsibilities extended beyond its threshold; how transition information was shared between schools and College and how local data might be improved; and national comparisons and how this information might be gained (e.g. through NAMSS)

Governors acknowledged their role in continuing to check and support the Safeguarding Team in this area regularly and also confirmed that Safeguarding in the College was currently managed extremely well.

Actions:

- Some clarification was sought in relation to regional child poverty statistics (including source) which would be picked up by A Adamson upon her return.
- Governors would value having an anonymized case study within future reports
- Report/benchmark against national figures in future reporting

Relatedly, information, advice and guidance was also raised where staffing in that area had not increased despite the number of students having increased significantly. Both Safeguarding and Careers/IAG were critical support roles to be supported as part of strategic discussions with a recommendation that these be considered at the October Strategic Planning session.

6.7 Student Journey 2024-2025

The Student Journey PowerPoint was received for information.

7. Corporate Update

7.1 Audit and Risk Recommendations

M McClintock reported on behalf of the Committee and detailed the recent meeting which focused on the recommendation for new Internal Auditors, alongside the standard agenda items for this time of year.

The following recommended items were **approved** by the Governing Body:

7.1.1 2025-2026 Risk Management Plan

7.1.2 Risk Management Policy

7.1.3 Updated Audit and Risk Terms of Reference

It was also confirmed that as per Item 3.4.5 approval of the appointment of the Internal Audit Contract had been received via Written Resolution (28 June 2025) with WBG Services LLB duly appointed on a three year term as of 1 August 2025 until 31 July 2028, subject to satisfactory annual reviews (with the option to extend for a further 24 months at the discretion of the Audit and Risk Committee), at a contract value of £67,500 over three years.

7.2 Employer Voice Committee verbal update of June meeting

G Potts gave an overview of the 25 June meeting for Governors.

Governor questions and discussion included: how the Committee would be able to inform the updated Strategic Plan; decrease in IT/laptop type skills in schools and colleges and how this was being tackled in College through the Thrive programme and within Higher Education; and issues with Smart Assessor with an update being requested for the October Governing Body meeting.

7.3 Corporate Services Committee Recommendations

7.3.1 5 Year Financial Plan

This item was taken after Item 5.1.

Z Lewis gave a high level overview of the plan including:

- Background to the increase to income of almost £5m – primarily from 16-18 and apprenticeship funding increases
- The various investment options available to the College which SLT were considering with recommendations to be discussed with Governors in the Autumn term
- Confirmation that there was a 3% pay award within the plan for every year going forward (acknowledging that one of the investments could be to better this award)
- The opportunities and risks present, noting that there were more opportunities than risks
- The reasoning behind the prudent budget with greater detail in respect of the FE Commissioner benchmarks (which were aspirational not punitive), in particular the College's place in respect of EBITDA, staffing cost ratio, financial health and cash days.

The conflict between the government priorities and the FEC benchmarks was discussed by Governors.

Action by Z Lewis – to circulate the FE Commissioner letter to Governors

J Castor, on behalf of the Corporate Services Committee, confirmed that a detailed discussion had taken place at its meeting on 7 July 2025, which had concluded with confidence in recommending the plan to the Governing Body.

She also thanked SLT and all colleagues involved with the financial plan, in what had been a difficult and complex year.

Governors discussion and questions included: whether staff costs included recruitment (which they did not; and portakabin depreciation rate (20% in five years' time) and whether they could be sold/kept particularly in light of future changes to demographics, with options to be detailed in the future Estates Strategy (2026 onwards).

The Governing Body then **approved** the Corporate Services Committee's recommendations as detailed below:

- The Five Year Plan (at Item 07.3.1) specifically:
 - Approval of the 2025-2026 detailed revenue budget, capital budget and financing assumptions as the College's Budget for 2025-2026
 - Approval of the financial plan for the remainder of the five year period (to 31 July 2029).
- Approval of the Fees Policy 2025-2026 (and its publication ahead of the new academic year) at Item 07.3.2
- Approval of the 2025-2026 plans to subcontract partners as below:

<u>Subcontractor</u>	<u>Contract Type</u>	<u>Contract Amount</u>
The Hope Foundation	ASF TVCA 25/26	£175,000
Uplift Associates	ASF NECA 25/26	£804,073
The Wind Academy	Project S Year 2 Skills Bootcamps	£345,600
3T	Project S Year 2 Skills Bootcamps	£704,886
3T	TVCA Wave 6 Skills Bootcamps	£293,959

- Updated Terms of Reference for the Corporate Services Committee

7.4 Subcontractor Update

The report was received and request for subcontracting partners **approved** under Item 7.3 above.

7.5 Management Accounts (May 2025)

The accounts were received, with confirmation that these had been considered in detail at the recent Corporate Services Committee meeting.

7.6 Health and Safety Term 2 Update

S Marshall detailed the context behind the top 4 health and safety risks for Governors, giving more information in relation to: trips and visits and the strict protocols employed, and of further work once the final trips of the year were completed over the summer; COSHH updates; and audit actions on high risk curriculum areas and resulting actions. She also confirmed that one of the apprenticeships out for recruitment was for health and safety.

Questions included: whether staff were assaulted in any violence with confirmation that any injury in such incidents was in relation to breaking up of fights etc. and minor in nature; whether the mezzanine in TTE would assist with noise (unlikely) and of more general monitoring and actions in relation to noise levels in TTE workshop, which was not affecting learning in classrooms.

7.7 Equality and Diversity Term 2 Update

K Parkinson gave a brief overview of EDI over the last term, detailing the workshop style of the last meeting which gave plans and ideas for next year.

7.8 Staff Recruitment and Turnover

K Parkinson outlined a steady position generally, confirming the departments which were most difficult to recruit to (engineering, TTE and Health and Care) and of some positive recent recruitments to some of those areas.

Questions and discussion focused on the pay award with consideration of the local context regarding the pay award by the College and any impact on recruitment and retention, with acknowledgement that the decision had been timely, as had the additional 1% confirmed from 1 August thereafter; and acceptance of the move of pay award date by unions and staff.

J Castor confirmed that the Pay Award had been discussed fully by the Corporate Services Committee, and she thanked SLT and K Parkinson for the work to ensure continued positive staff relations and the wider management of this risk thus far.

7.9 One Commitment Update

G Potts gave a brief update which detailed the new CRM dashboard and the potential use of the data going forward; positive apprenticeship recruitment figures; the impressive work experience activity whilst accepting this had to be greater for 2025-2026; and noting that some positive progress had been made in relation to TTE International which would continue into the new academic year.

8. Governance Update

8.1 Link Governors Verbal Report and Discussion

Link Governors for Finance, TTE International, Health and Safety, Adult Education, Higher Education, Careers, and Teaching and Learning (all aspects) shared their activity and impact over the year with the Governing Body.

Action by Z Foster - an additional report from the Safeguarding Link (absent) would be shared as part of the Matters Arising paper.

8.2 Search and Governance Recommendations

The following recommendations were **approved** by the Governing Body:

- Training Plan 2025-2026
- Appointment of AoC to perform the External Governance Review at a fee of £6,300 (plus VAT and expenses for the reviewer/moderator) for the main External Board Review, to take place during the Spring term
- Updated Terms of Reference for the Committee

8.3 Governance Report

Z Foster presented her report.

0.8.3.1 Updated Student Constitution Process – approval was received from the Governing Body

Further approvals included:

- Use of the College Seal on 3 occasions since the last meeting
- Confirmation that the Terms of Reference for the Committees had been met for 2024-2025, and that the updated Terms of Reference approved at this meeting, were fit for purpose going forward.

8.4 Instrument and Articles of Government Review

Z Foster detailed both the general updates to the Instrument and Articles under the standard 3 year review and also of the further removals as outlined in the DfE letter of 17 June 2025 to Chairs requiring the Instrument and Articles be updated to accommodate the voting rights of students under 18 to ensure compatibility with Charity Law, and removal of additional provisions within the instrument in relation to the Secretary of State's role in the absence of a board quorum.

The Governing Body **approved** the Instrument and Articles of Government for immediate use.

9. Review of Strategic Risks – verbal

The strategic risks were reconsidered including the future possibility of reducing recruitment and retention should the situation remain stable into the next academic year, noting that Curriculum and Standards Committee will be paying particular attention to this in the coming year particularly in relation to management of retirements, lecturer pay and succession planning.

After discussion, it was **agreed** these remained as per Item 5.1.

10. Date and Time of Meetings/Activities for Term 1 2025-2026

- Governing Body Strategic Planning – Tuesday 7 October 2025 1-5pm
- Governing Body (Ordinary) – Wednesday 22 October 2025 5-8pm
- Governing Body SAR s – Tuesday 4 November 2025 10-3pm
- Invite to 1st item of Audit and Risk Committee on Thursday 11 December 2025 at 1pm (to hear the External Auditor Report)
- Governing Body (Ordinary) – Wednesday 17 December 2025 5-8pm

Advance notification was also given to the Governing Body Strategic Planning weekend which would be Friday 6th – Saturday 7th February 2026

11. Matters Not for Publication

None recorded.

12. Any other Business

- A reminder that the annual meetings with P Lynn and L Woods (as new Chair) had started and would continue over the summer with encouragement for further sign up for those who had not already done so
- Matthew Lamb was thanked for his 3 years' service to the Governing Body and Corporate Services Committee, as he resigns as College Governor at the end of the academic year.

13. Reserved Matters – none taken

The meeting ended at 7.38pm